



County of Fairfax, Virginia

MEMORANDUM

Office of the County Attorney
Suite 549, 12000 Government Center Parkway
Fairfax, Virginia 22035-0064
Phone: (703) 324-2421; Fax: (703) 324-2665
www.fairfaxcounty.gov

DATE: January 7, 2015

TO: Brent Krasner, Staff Coordinator
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Jo Ellen Groves, Paralegal *JEG*
Office of the County Attorney

SUBJECT: Affidavit
Application No.: RZ 2014-MA-011
Applicant: Spectrum Development, LLC
PC Hearing Date: 1/14/15
BOS Hearing Date: 1/27/15

REF.: 125109

Attached is an affidavit which has been approved by the Office of the County Attorney for the referenced case. Please include this affidavit dated 1/6/15, which bears my initials and is numbered 125109b, when you prepare the staff report.

Thank you for your cooperation.

Attachment

cc: (w/attach) Domenic Scavuzzo, Planning Technician I (Sent via e-mail)
Zoning Evaluation Division
Department of Planning and Zoning

REZONING AFFIDAVIT

DATE: January 6, 2015
(enter date affidavit is notarized)

I, William B. Lawson, Jr., Attorney, do hereby state that I am an
(enter name of applicant or authorized agent)

(check one) ☐ applicant
 ☒ applicant's authorized agent listed in Par. 1(a) below

125109 b

in Application No.(s): RZ 2014-MA-011
(enter County-assigned application number(s), e.g. RZ 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS, and LESSEES** of the land described in the application,* and, if any of the foregoing is a **TRUSTEE,**** each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(**NOTE:** All relationships to the application listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Spectrum Development, LLC	1780 Dawson St., Vienna, VA 22182	Applicant/Contract Purchaser/Lessor
• Richard P. Buskell	1780 Dawson St., Vienna, VA 22182	• Applicant/Contract Purchaser/Lessor/ Power of Attorney for Proffers for Culmore Properties, LLC; Paul W. Byers; Kim S. Byers; Christopher Tran, Christina Tran, and My Leesburg Pike, LLC
• Peter A. Batten	112 Samuel Sharpe, Williamsburg, VA 23185	Applicant/Contract Purchaser/Lessor
• Bobby G. Batten	112 Samuel Sharpe, Williamsburg, VA 23185	Applicant/Contract Purchaser/Lessor
• The Law Office of William B. Lawson, P.C.	6045 Wilson Blvd., #100, Arlington, VA 22205	Attorney/Agent for Applicants/Contract Purchasers

(check if applicable) ☒ There are more relationships to be listed and Par. 1(a) is continued on a "Rezoning Attachment to Par. 1(a)" form.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Rezoning Attachment to Par. 1(a)DATE: January 6, 2015

(enter date affidavit is notarized)

for Application No. (s): RZ 2014-MA-011

(enter County-assigned application number (s))

125109b

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
William B. Lawson, Jr.	6045 Wilson Blvd., #100, Arlington, VA 22207	Attorney/Agent for Applicants Contract Purchasers
Melissa A. Zeller	6045 Wilson Blvd., #100, Arlington, VA 22207	Attorney/Agent for Applicants Contract Purchasers
GTM Architects, Incorporated	7735 Old Georgetown Rd., #700, Bethesda, MD 20814	Architect/Agent for Applicants/Contract Purchasers
Jeff Whitman	7735 Old Georgetown Rd., #700, Bethesda, MD 20814	Architect/Agent for Applicants/Contract Purchasers
Kimley-Horn and Associates, Inc.	11400 Commerce Park Dr., #400, Reston, VA 20191	Engineer/Agent for Applicants/Contract Purchasers
Jeffrey Saxe	11400 Commerce Park Dr., #400, Reston, VA 20191	Engineer/Agent for Applicants/Contract Purchasers
Jacqui Johnson	11400 Commerce Park Dr., #400, Reston, VA 20191	Engineer/Agent for Applicants/Contract Purchasers
Culmore Properties, LLC	7740 Legere Ct., McLean, VA 22102	Owner, 0612 18 0001, 0612 18 0002, 0612 18 0003, 0612 18 0004
Paul W. Byers	3425 Charles St., Falls Church, VA 22041	Owner, 0612 18 0005
Kim S. Byers	3425 Charles St., Falls Church, VA 22041	Owner, 0612 18 0005
Christopher Tran	3408 Washington Dr., Falls Church, VA 22041 3410 Washington Dr., Falls Church, VA 22041	Owner, 0612 17D 0004, 0612 17D 0005
Christina Tran	3408 Washington Dr., Falls Church, VA 22041 3410 Washington Dr., Falls Church, VA 22041	Owner, 0612 17D 0004, 0612 17D 0005
Metropolitan Asset Management, Inc.	6205 Old Keene Mill Dr., #100, Springfield, VA 22152	Broker/Agent for Applicants/Contract Purchasers
Kenneth T. Sachs - Deceased	6205 Old Keene Mill Dr., #100, Springfield, VA 22152	Broker/Agent for Applicants/Contract Purchasers
Coldwell Banker Real Estate Corporation	4500 Old Dominion Dr., Arlington, VA 22207	Broker/Agent for Applicants/Contract Purchasers
Ronald L. Temple	4500 Old Dominion Dr., Arlington, VA 22207	Broker/Agent for Applicants/Contract Purchasers

(check if applicable) ☒ There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

Rezoning Attachment to Par. 1(a)DATE: January 6, 2015
(enter date affidavit is notarized)for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))

175109b

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
GEICO	1 Geico Plaza, Washington, D.C. 20076	Owner, 0612 17D 0001
• Terence Perkins	1 Geico Plaza, 5260 Western Ave., Chevy Chase, MD 20815	• Agent for Owner
My Leesburg Pike, LLC	6347 Rolling Rd., Springfield, VA 22152	Owner, 0612 17D 0003
CVS 10320 VA, LLC	One CVS Dr., Woonsocket, RI 02895	Lessee
Susan G. Reardon	8330 Old Keene Mill Rd., Springfield, VA 22152	Agent for Lessee
First Order, LLC	1700 Sullivan Trail, #13, Easton, PA 18040	Surveyor/Agent for Applicants/Contract Purchasers
Jack Shoemaker	1700 Sullivan Trail, #13, Easton, PA 18040	Surveyor/Agent for Applicants/Contract Purchasers
Baskin, Jackson & Duffet, PC	301 Park Avenue, Falls Church, VA 22046	Attorney/Agent for Applicants/Contract Purchasers
William M. Baskin, Jr.	301 Park Avenue, Falls Church, VA 22046	Attorney/Agent for Applicants/Contract Purchasers
John G. Jackson	301 Park Avenue, Falls Church, VA 22046	Attorney/Agent for Applicants/Contract

(check if applicable)

[]

There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

REZONING AFFIDAVIT

DATE: January 6, 2015
(enter date affidavit is notarized)

1251096

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number(s))

1(b). The following constitutes a listing*** of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders, and if the corporation is an owner of the subject land, all of the OFFICERS and DIRECTORS of such corporation:

(NOTE: Include **SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS** herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Spectrum Development, LLC
1780 Dawson Street
Vienna, VA 22182

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial, and last name)

Global Media, LLC
Elizabeth Buskell Revocable Trust
Richard P. Buskell

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. **President, Vice President, Secretary, Treasurer, etc.**)

Peter A. Batten - Manager
Richard P. Buskell - Manager
Bobby G. Batten - Manager

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment 1(b)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(b)DATE: January 6, 2015

(enter date affidavit is notarized)

125109b

for Application No. (s): RZ 2014-MA-011

(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Global Media, LLC
 112 Samuel Sharpe
 Williamsburg, VA 23185

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Peter A. Batten
 Bobby G. Batten

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Peter A. Batten - Manager/Member
 Bobby G. Batten - Manager/Member

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Elizabeth Buskell Revocable Trust
 1780 Dawson Street
 Vienna, VA 22182

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Elizabeth Buskell - Beneficiary
 Richard P. Buskell - Beneficiary

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Elizabeth Buskell, Trustee

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: January 6, 2015

(enter date affidavit is notarized)

1251096

for Application No. (s): RZ 2014-MA-011

(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

The Law Office of William B. Lawson, P.C.
6045 Wilson Boulevard, Suite 100
Arlington, VA 22205

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

William B. Lawson, Jr.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

William B. Lawson, Jr. - President, Treasurer, Secretary

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

GTM Architects, Incorporated
7735 Old Georgetown Road, #700
Bethesda, MD 20814

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☒ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

James C. Myers
George T. Myers
Barbara Magistro

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

George T. Myers - President	David P. Konapelsky - Vice President	Jeff Whitman - Vice President
James C. Myers - Vice President, Treasurer, Secretary	Barbara S. Magistro - Vice President	Clare Marino - Vice President
Richard J. Conrath - Vice President	Richard Blessing - Vice President	Colline Hernandez-Ayala - Vice President
Steve Mulholland - Vice President	Rolando Valdez - Vice President	

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: January 6, 2015

(enter date affidavit is notarized)

for Application No. (s): RZ 2014-MA-011

(enter County-assigned application number (s))

1251096

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Kimley-Horn and Associates, Inc.
11400 Commerce Park Drive, #400
Reston, VA 20191

Kimley-Horn and Associates, Inc.
3001 Weston Parkway
Cary, NC 27513

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☒ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

John C. Atz - President
Richard N. Cook - Secretary
Michael G. Schill - Executive Vice President

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Culmore Properties, LLC
7740 Legere Court
McLean, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Jerry Waldrop

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Jerry Waldrop - Manager/Member

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: January 6, 2015
(enter date affidavit is notarized)

125109b

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)Metropolitan Asset Management, Inc.
6205 Old Keene Mill Drive, #100
Springfield, VA 22152**DESCRIPTION OF CORPORATION:** (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

- Kevin P. Adams

- Kenneth T. Sachs - Deceased

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

- Kevin P. Adams - President

- Donald Kaltengaugh - Vice President

- Arthur Lafionatis - Secretary

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)Coldwell Banker Real Estate Corporation
10446 North 74th Street
Scottsdale, AZ 85258**DESCRIPTION OF CORPORATION:** (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

- Realogy Holding Corp.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Fred Schmidt, President & CEO	Richard A. Smith, Director	Jessica M. Bibliowicz, Director
Bill Hinson, Vice President, Business Dev.	Raul Alvarez, Director	Fiona P. Dias, Director
Jason Silfies, Vice President, Marketing & Tech.	Marc E. Becker, Director	V. Ann Hailey, Director
Brett White, Director	Michael J. Williams, Director	

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: January 6, 2015

(enter date affidavit is notarized)

125109b

for Application No. (s): RZ 2014-MA-011

(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Realogy Holding Corp.
175 Park Avenue
Madison, NJ 07940

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☒ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

GEICO
1 Geico Plaza
Washington, DC 20076

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Berkshire Hathaway, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Olza M. Nicely, President & CEO, Ins. Ops.	Fred Schmidt, President & CEO	Richard A. Smith, Director
Louis A. Simpson, President & CEO, Capital Ops.	Bill Hinson, Vice President, Bus. Dev.	Raul Alvarez, Director
Charles R. Davies, Sr. Vice President & Gen. Counsel	Jason Silfies, Vice President Marketing & Tech.	Marc E. Becker, Director
Terence Perkins, Sr. Vice President	Brett White, Director	Michael J. Williams, Director
Jessica M. Bibliowicz, Director	Fiona P. Dias, Director	V. Ann Hailey, Director

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: January 6, 2015

(enter date affidavit is notarized)

for Application No. (s): RZ 2014-MA-011

(enter County-assigned application number (s))

1251096

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

Berkshire Hathaway, Inc.
 355 Farnam Street, Suite 1440
 Omaha, NE 68131

DESCRIPTION OF CORPORATION: (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☒ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

My Leesburg Pike, LLC
 6347 Rolling Road
 Springfield, VA 22152

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

Mehrdad Yavari

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Mehrdad Yavari - Manager/Member

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: January 6, 2015

(enter date affidavit is notarized)

for Application No. (s): RZ 2014-MA-011

(enter County-assigned application number (s))

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NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

CVS 10320 VA, L.L.C.
One CVS Drive
Woonsocket, RI 02895

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Virginia CVS Pharmacy, L.L.C.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)

Virginia CVS Pharmacy, L.L.C.
One CVS Drive
Woonsocket, RI 02895

DESCRIPTION OF CORPORATION: (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)

CVS Pharmacy, Inc.

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: January 6, 2015
(enter date affidavit is notarized)

1251096

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)CVS Pharmacy, Inc.
One CVS Drive
Woonsocket, RI 02895**DESCRIPTION OF CORPORATION:** (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

CVS Caremark Corporation

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g.**President, Vice-President, Secretary, Treasurer, etc.)**

Carol A. Denale, Treasurer/Director	Thomas S. Moffatt, VP/Secretary/Director	Melanie K. Luker, Asst. Secretary
Jeffrey E. Clark, Asst. Treasurer	Mark S. Cosby, President	
Lina M. Cimbron, Asst. Secretary	Laird K. Daniels, Director	

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)CVS Caremark Corporation
One CVS Drive
Woonsocket, RI 02895**DESCRIPTION OF CORPORATION:** (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☒ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g.**President, Vice-President, Secretary, Treasurer, etc.)**

Larry J. Merlo, Pres/CEO	Mark Cosby, Exc VP/Pres CVS/Pharmacy	David M. Denton, Exc VP, CFO, Ctrlr, CAO
Per Lofberg, Ex VP	Troyen Brennan, MD, Exc VP/CMO	Helena B. Foulkes, Exc VP/CHCSMO
J. David Joyner, Exc VP Sales/Acct CVS Caremark Pharm.		Thomas M. Moriarty, Exc VP/Gen Cnsl

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: January 6, 2015
(enter date affidavit is notarized)

1251096

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)CVS Caremark Corporation (continued)
One CVS Drive
Woonsocket, RI 02895**DESCRIPTION OF CORPORATION:** (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☒ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g.**President, Vice-President, Secretary, Treasurer, etc.)**

Jonathan C. Roberts, Exc VP/Pres CVS Caremark Pharm.	C. David Brown, II, Dir	Nancy-Anne DeParle, Dir	David W. Dorman, Dir
Anne M. Finucane, Dir.	Larry J. Merlo, Dir	Jean-Pierre Millon, Dir	Richard J. Swift, Dir
William C. Weldon, Dir	Tony L. White, Dir		

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)**DESCRIPTION OF CORPORATION:** (check one statement)

- ☐ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g.**President, Vice-President, Secretary, Treasurer, etc.)**

(check if applicable) ☒ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

Rezoning Attachment to Par. 1(b)DATE: January 6, 2015
(enter date affidavit is notarized)

125109 b

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number (s))**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)First Order, LLC
1700 Sullivan Trail, #13
Easton, PA 18040**DESCRIPTION OF CORPORATION:** (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDER: (enter first name, middle initial, and last name)

Jack Shoemaker

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)

Jack Shoemaker

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)Baskin, Jackson & Duffet, PC
301 Park Avenue
Falls Church, VA 22046**DESCRIPTION OF CORPORATION:** (check one statement)

- ☒ There are 10 or less shareholders, and all of the shareholders are listed below.
- ☐ There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
- ☐ There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF THE SHAREHOLDERS: (enter first name, middle initial, and last name)William M. Baskin, Jr.
John G. Jackson**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g. President, Vice-President, Secretary, Treasurer, etc.)William M. Baskin, Jr., President
John G. Jackson, Secretary/Treasurer(check if applicable) ☐ There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

REZONING AFFIDAVIT

DATE: January 6, 2015
 (enter date affidavit is notarized)

1251096

for Application No. (s): RZ 2014-MA-011
 (enter County-assigned application number(s))

- 1(c). The following constitutes a listing*** of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code)

(check if applicable) ☐ The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. **General Partner, Limited Partner, or General and Limited Partner**)

(check if applicable) ☐ There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. ***In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.*** Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

REZONING AFFIDAVIT

DATE: January 6, 2015
(enter date affidavit is notarized)

1251096

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

☐ In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

☒ Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on the line below.)

None.

(check if applicable) ☐ There are more interests to be listed and Par. 2 is continued on a "Rezoning Attachment to Par. 2" form.

REZONING AFFIDAVIT

DATE: January 6, 2015
(enter date affidavit is notarized)

1251096

for Application No. (s): RZ 2014-MA-011
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

NONE

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) ☐ There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

(check one)

☐ Applicant

☒ Applicant's Authorized Agent

William B. Lawson, Sr. / Attorney / Agent
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 6th day of January 2015, in the State/Comm. of Virginia, County/City of Arlington.

Delores E. Payne
Notary Public

My commission expires: 2-28-15

